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9 **UNITED STATES DISTRICT COURT**  
10 **FOR THE EASTERN DISTRICT OF WASHINGTON**  
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12 SECURITIES AND EXCHANGE  
13 COMMISSION,

14 Plaintiff,

15 v.

16 USA REAL ESTATE FUND 1, INC. and  
17 DANIEL F. PETERSON,

18 Defendants.  
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Case No. 13-cv-157-LRS

STIPULATION AND  
ORDER AS TO USA  
REAL ESTATE FUND 1, INC.

1       **WHEREAS**, on April 24, 2013, plaintiff Securities and Exchange  
2 Commission (the “Commission”) filed its complaint in this action against defendants  
3 USA Real Estate Fund 1, Inc. (“USA Fund”) and Daniel F. Peterson, which  
4 complaint was served upon USA Fund, through its agent, on April 25, 2013;

5       **WHEREAS**, on April 25, 2013, the Commission moved for a Preliminary  
6 Injunction against defendants seeking to enjoin them from engaging in certain  
7 ongoing conduct and from violating certain provisions of the federal securities laws;

8       **WHEREAS**, the Commission’s motion is currently pending only against  
9 USA Fund, as defendant Peterson and the Commission stipulated, and the Court so  
10 ordered, that Peterson would be enjoined from certain conduct during the pendency  
11 of this litigation and until further order of this Court;

12       **WHEREAS**, the Court has jurisdiction over the parties and the subject matter  
13 of this action, pursuant to Sections 21(d), 21(e), and 27 of the Securities Exchange  
14 Act of 1934 (“Exchange Act”) [15 U.S.C. §§ 78u(d), 78u(e), and 78aa];

15       **THEREFORE**, the Commission and USA Fund stipulate and agree, and ask  
16 the Court to adopt as its Order the following:

17       A.     To avoid further litigation of preliminary issues, upon entry of the  
18 following agreed-upon order, the Commission shall, and hereby does, withdraw its  
19 Motion for Preliminary Injunction against USA Fund, without prejudice to the  
20 Commission’s right to move the Court for the same, or similar, relief at a later date,  
21 if the Commission determines that such relief becomes necessary;

22       B.     Defendant USA Fund and its subsidiaries, parent, agents, servants,  
23 employees, attorneys-in-fact, directors, affiliates and those persons in active concert  
24 or participation with any of them, agree not to solicit, directly or indirectly, any  
25 person or entity to purchase or sell any security, including without limitation any  
26 security issued by USA Fund or an affiliate, until released of such restriction by  
27 further Order of this Court;  
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1 C. Except to the extent necessary to conduct its defense in this litigation,  
 2 Defendant USA Fund and its subsidiaries, parent, agents, servants, employees,  
 3 attorneys-in-fact, directors, affiliates and those persons in active concert or  
 4 participation with any of them, agree not to sell, transfer, expend, assign, waste,  
 5 dissipate, convert, encumber, mortgage, lend, or otherwise dispose of any funds,  
 6 securities, assets, claims, or any property wherever located for any purpose, or  
 7 anything of value, until released of such restriction by further Order of this Court;

8 D. Except to the extent necessary to conduct its defense in this litigation,  
 9 Defendant USA Fund and its subsidiaries, parent, agents, servants, employees,  
 10 attorneys-in-fact, directors, affiliates and those persons in active concert or  
 11 participation with any of them, agree not to accept, receive, borrow, or otherwise  
 12 obtain any funds, securities, assets, claims, or any property wherever located for any  
 13 purpose, or anything of value, until released of such restriction by further Order of  
 14 this Court;

15 E. Defendant USA Fund and its subsidiaries, parent, agents, servants,  
 16 employees, attorneys-in-fact, directors, affiliates and those persons in active concert  
 17 or participation with any of them, agree not to enter into any agreements,  
 18 arrangements or promises obligating or giving any of them the option, to, in the  
 19 future, conduct any business described in paragraphs B, C, or D, above, until  
 20 released of such restriction by further Order of this Court.

21 **IT IS SO STIPULATED:** June 28, 2013

22 /s/

23 Susan F. LaMarca  
 24 David A. Berman  
 Attorneys for Plaintiff  
 SECURITIES & EXCHANGE COMMISSION

26 /s/

27 J. Gregory Lockwood  
 Attorney for Defendants Daniel F. Peterson  
 and USA Real Estate Fund 1, Inc.  
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1 **IT IS HEREBY ORDERED** that:

2       A.     The Motion for Preliminary Injunction against USA Fund is hereby  
3 withdrawn, without prejudice to the Commission's right to move the Court for the  
4 same, or similar, relief at a later date.

5       B.     Defendant USA Fund and its subsidiaries, parent, agents, servants,  
6 employees, attorneys-in-fact, directors, affiliates and those persons in active concert  
7 or participation with any of them, shall not solicit, directly or indirectly, any person  
8 or entity to purchase or sell any security, including without limitation any security  
9 issued by USA Fund or an affiliate, until released of such restriction by further  
10 Order of this Court;

11       C.     Except to the extent necessary to conduct its defense in this litigation,  
12 Defendant USA Fund and its subsidiaries, parent, agents, servants, employees,  
13 attorneys-in-fact, directors, affiliates and those persons in active concert or  
14 participation with any of them, shall not sell, transfer, expend, assign, waste,  
15 dissipate, convert, encumber, mortgage, lend, or otherwise dispose of any funds,  
16 securities, assets, claims, or any property wherever located for any purpose, or  
17 anything of value, until released of such restriction by further Order of this Court;

18       D.     Except to the extent necessary to conduct its defense in this litigation,  
19 Defendant USA Fund and its subsidiaries, parent, agents, servants, employees,  
20 attorneys-in-fact, directors, affiliates and those persons in active concert or  
21 participation with any of them, shall not accept, receive, borrow, or otherwise obtain  
22 any funds, securities, assets, claims, or any property wherever located for any  
23 purpose, or anything of value, until released of such restriction by further Order of  
24 this Court;

25       E.     Defendant USA Fund and its subsidiaries, parent, agents, servants,  
26 employees, attorneys-in-fact, directors, affiliates and those persons in active concert  
27 or participation with any of them, shall not enter into any agreements, arrangements  
28 or promises obligating or giving any of them the option, to, in the future, conduct

1 any business described in paragraphs B, C, or D, above, until released of such  
2 restriction by further Order of this Court.

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4 The District Court Executive is directed to enter this order.

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6 DATED this 11<sup>th</sup> day of July, 2013.

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8 *s/Lonny R. Suko*

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LONNY R. SUKO  
12 United States District Judge  
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